

Exhibit B

Dep. Test. of P. Ewens

Page 1

1 UNITED STATES DISTRICT COURT
2 SOUTHERN DISTRICT OF NEW YORK

3
4 STATE OF NEW YORK, STATE OF)
5 CALIFORNIA, STATE OF COLORADO,)
6 STATE OF CONNECTICUT, DISTRICT)
7 OF COLUMBIA, STATE OF)
8 MARYLAND, STATE OF MICHIGAN,) 1:19-cv-05434 (VM)
9 STATE OF MISSISSIPPI,)
10 COMMONWEALTH OF VIRGINIA, and)
11 STATE OF WISCONSIN,)
12)
13 Plaintiffs,)
14)
15 -against-)
16)
17 DEUTSCH TELECOM AG, T-MOBILE)
18 US, INC., SPRINT CORPORATION)
19 and SOFTBANK GROUP CORP.,)
20)
21 Defendants.)
22)
23)
24)
25)

13 VIDEOTAPED DEPOSITION UPON ORAL EXAMINATION OF

14 PETER EWENS

15 HIGHLY CONFIDENTIAL

16 9:04 A.M.

17 SEPTEMBER 12, 2019

18 925 FOURTH AVENUE, SUITE 2900

19 SEATTLE, WASHINGTON

20 REPORTED BY: CARLA R. WALLAT, CRR, RPR, CCR 2578
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1 (Deposition Exhibit 54 was marked for
2 identification.)

3 Q. (BY MR. MACH) Do you recognize this document,
4 sir?

5 A. Can I take a minute to look at it?

6 Q. Of course.

7 A. (Witness reviewing document.)

8 (Ms. Blizzard entered the room.)

9 A. Okay.

10 Q. (BY MR. MACH) Do you recognize this as
11 another document discussing Project Greenland within
12 T-Mobile?

13 A. Yes, I do.

14 Q. Okay. And does this refresh your recollection
15 that there was a meeting regarding Project Greenland in
16 January 2011 at T-Mobile?

17 A. No, it does not. We had many meetings over
18 the course of Project Greenland.

19 Q. And at that time you worked with DT and Morgan
20 Stanley to consider business options, including a
21 merger with Sprint, right?

22 A. That's correct.

23 Q. Do you recall whether you were involved in the
24 creation of the document which is Exhibit 54?

25 A. Yeah, I don't recall. The document appears to

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1 be a Deutsche Telekom document based on the -- you
2 know, based on the PowerPoint format. But I don't
3 recall my specific involvement in this document.

4 Q. Okay. Could you please turn with me to page 3
5 of the document, the slide numbered 3 if that's
6 helpful, where it says "Summary of Strategic
7 Alternatives."

8 Are you with me, sir?

9 A. Yes, I see that.

10 MS. LEVIN: For the record, do you want
11 to just use the Bates Number?

12 MR. MACH: That's fine.

13 Q. (BY MR. MACH) It's the page that ends in
14 11754999.

15 Do you see that, sir?

16 A. Yes, I do.

17 Q. And this slide discusses Project Superbowl,
18 correct?

19 A. Yes.

20 Q. And that's the T-Mobile/Sprint merger,
21 correct?

22 A. That's correct.

23 Q. And at the top of this slide, it says "The
24 only way to compete with Verizon and T longer term."

25 Do you see that, sir?

1 A. Yes.

2 Q. And did you agree with that when you saw this
3 document in 2011?

4 A. Yes.

5 Q. Okay. And then it says "Enhances spectrum
6 portfolio."

7 Do you see that, sir?

8 A. Yes.

9 Q. And that is to say that the merger of T-Mobile
10 and Sprint would enhance the company's spectrum
11 portfolio, right?

12 MS. LEVIN: Objection. You can answer.

13 A. I'm sorry, could you repeat the question?

14 Q. (BY MR. MACH) Sure. The phrase "enhances
15 spectrum portfolio" means that the merger between
16 T-Mobile and Sprint would enhance the company's
17 combined spectrum portfolio, correct?

18 A. Yes, this is what it appears to say.

19 Q. And did you agree with that in 2011?

20 A. Yes, I did.

21 Q. Okay. Then on the next bullet it says
22 "Ability to launch LTE on the right spectrum."

23 See that, sir?

24 A. Yes.

25 Q. And did you agree with that in 2011?

1 A. I don't know. That's really DT -- that's
2 really DT's view.

3 Q. (BY MR. MACH) Well, has DT expressed to you
4 why they believe that the Rule of 3 is an important
5 market structure?

6 A. No.

7 Q. Well, you see the next phrase "potential to
8 reduce price competition"?

9 A. Yes.

10 Q. And you know what that means I assume, right?

11 A. Yes, I do.

12 Q. And what does that mean?

13 A. It means that with three players, there -- the
14 potential would be there would be less price
15 competition.

16 Q. And did DT express that to you in 2011?

17 A. I don't recall specifically.

18 Q. Well, DT did prepare this slide and send it to
19 you, right, sir?

20 MS. LEVIN: Objection.

21 A. I believe this is a DT document that was sent
22 to me.

23 Q. (BY MR. MACH) Okay. And when you received
24 this document from DT, what did you understand the
25 phrase "Rule of 3 - potential to reduce price